

HEALTH CARE REIT INC /DE/

Form 4

February 03, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CHAPMAN GEORGE L

2. Issuer Name **and** Ticker or Trading
Symbol
HEALTH CARE REIT INC /DE/
[HCN]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

ONE SEAGATE, SUITE 1500

(Street)

TOLEDO, OH 43604

(City)

(State)

(Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
02/01/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman and CEO

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/01/2005		M	V 4,519 A \$ 22.125	221,425.4395	D	
Common Stock	02/01/2005		S ⁽¹⁾	V 4,519 D \$ 33	216,906.4395	D	
Common Stock	02/20/2004		J ⁽²⁾	V 82.0747 A \$ 35.9288	216,988.5142	D	
Common Stock	05/20/2004		J ⁽²⁾	V 104.4751 A \$ 29.1805	217,092.9893	D	
Common Stock	08/20/2004		J ⁽²⁾	V 100.3963 A \$ 31.0787	217,193.3856	D	

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Common Stock	11/19/2004	<u>J(2)</u>	V	92.2583	A	\$ 34.8106	217,285.6439	D	
Common Stock	02/20/2004	<u>J(2)</u>	V	136.6507	A	\$ 35.9288	8,662.7236	I	IRA <u>(3)</u>
Common Stock	05/20/2004	<u>J(2)</u>	V	169.2488	A	\$ 29.1805	8,831.9724	I	IRA <u>(3)</u>
Common Stock	08/20/2004	<u>J(2)</u>	V	164.2138	A	\$ 31.0787	8,996.1862	I	IRA <u>(3)</u>
Common Stock	11/19/2004	<u>J(2)</u>	V	155.823	A	\$ 34.8106	9,152.0092	I	IRA <u>(3)</u>
Common Stock	02/20/2004	<u>J(2)</u>	V	38.3482	A	\$ 35.9288	2,831.0105	I	Account for Son <u>(4)</u>
Common Stock	05/20/2004	<u>J(2)</u>	V	47.4963	A	\$ 29.1805	2,878.5068	I	Account for Son <u>(4)</u>
Common Stock	08/20/2004	<u>J(2)</u>	V	46.083	A	\$ 31.0787	2,924.5898	I	Account for Son <u>(4)</u>
Common Stock	11/19/2004	<u>J(2)</u>	V	43.7283	A	\$ 34.8106	2,968.3181	I	Account for Son <u>(4)</u>
Common Stock	02/20/2004	<u>J(2)</u>	V	38.3581	A	\$ 35.9288	2,831.6396	I	Account for Son <u>(4)</u>
Common Stock	05/20/2004	<u>J(2)</u>	V	47.5083	A	\$ 29.1805	2,879.1479	I	Account for Son <u>(4)</u>
Common Stock	08/20/2004	<u>J(2)</u>	V	46.0951	A	\$ 31.0787	2,925.243	I	Account for Son <u>(4)</u>
Common Stock	11/19/2004	<u>J(2)</u>	V	43.7399	A	\$ 34.8106	2,968.9829	I	Account for Son <u>(4)</u>
Common Stock	02/20/2004	<u>J(2)</u>	V	38.3482	A	\$ 35.9288	2,831.0105	I	Account for Son <u>(4)</u>
Common Stock	05/20/2004	<u>J(2)</u>	V	47.4963	A	\$ 29.1805	2,878.5068	I	Account for Son <u>(4)</u>
Common Stock	08/20/2004	<u>J(2)</u>	V	46.083	A	\$ 31.0787	2,924.5898	I	Account for Son <u>(4)</u>

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Common Stock	11/19/2004	J ⁽²⁾	V	43.7283	A	\$ 34.8106	2,968.3181	I	Account for Son (4)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares
Option (Right to Buy)	\$ 22.125	02/01/2005		D	4,519	02/01/2005 ⁽⁵⁾ 02/06/2005	Common 4,519 (5)

Reporting Owners

Reporting Owner Name / Address	Relationships
CHAPMAN GEORGE L ONE SEAGATE SUITE 1500 TOLEDO, OH 43604	Director 10% Owner Officer Other X Chairman and CEO

Signatures

By: Erin C. Ibele Attorney-in-Fact For: George L. Chapman 02/03/2005

 Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The sale transaction was pursuant to Mr. Chapman's 10b5-1 trading plan.

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- (2) Dividend Reinvestment under the Amended and Restated Dividend Reinvestment and Stock Purchase Plan
- (3) George L. Chapman III SSB IRA Rollover Custodian
- (4) Account for son of George L. Chapman

Options for the purchase of 39,268 shares of common stock at \$22.125 per share were granted to Mr. Chapman on February 6, 1995,

- (5) which grant has previously been reported. The partial exercise of these options for the purchase of 34,749 shares has previously been reported. Of the remaining options, options for the purchase of 4,519 shares vested on February 1, 2005.
- (6) The options were granted under the Health Care REIT, Inc. 1985 Incentive Stock Option Plan and had no acquisition price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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